

**UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK**

CARLYLE AVIATION MANAGEMENT
LIMITED, ACCIPITER INVESTMENTS
AIRCRAFT 4 LIMITED, VERMILLION
AVIATION (TWO) LIMITED, ACCIPITER
HOLDINGS DAC, MAVERICK AVIATION
HOLDINGS LTD., MANCHESTER
AVIATION FINANCE S.à r.l., WELLS
FARGO TRUST COMPANY, N.A., not in its
individual capacity but solely in its capacity as
OWNER TRUSTEE, UMB BANK, N.A., not in
its individual capacity but solely in its capacity
as OWNER TRUSTEE,

Plaintiffs,

v.

FRONTIER AIRLINES, INC.

Defendant.

Case No.: 1:23-cv-04774 (PAE)

NOTICE OF MOTION TO DISMISS DEFENDANT'S COUNTERCLAIMS

PLEASE TAKE NOTICE that, upon the memorandum of law submitted herewith, Plaintiffs-Counterclaim Defendants Carlyle Aviation Management Limited (“CAML”), Accipiter Investments Aircraft 4 Limited (“Accipiter”), Vermillion Aviation (Two) Limited (“Vermillion”), Accipiter Holdings DAC (“Accipiter Holdings”), Vermillion Aviation Holdings Limited (“Vermillion Holdings”) Maverick Aviation Holdings Ltd. (“Maverick”), Manchester Aviation Finance S.à r.l. (“Manchester”), UMB Bank, N.A., not in its individual capacity but solely in its capacity as Owner Trustee (“UMB”), and Wells Fargo Trust Company, N.A., not in its individual capacity but solely in its capacity as Owner Trustee (“Wells Fargo”) (collectively, “Plaintiffs”), hereby move this Court, before the Honorable Paul A. Engelmayer, United States District Judge for the Southern District of New York, 40 Foley Square, Courtroom 1305, New York, New York

10007, for an order pursuant to Federal Rule of Civil Procedure 12(b)(6) dismissing Defendant's counterclaims asserted in Defendant's answer to Plaintiffs' Complaint, and granting such further relief as the Court deems just and proper.

Dated: August 16, 2023
New York, New York

MILBANK LLP

/s/ Jed M. Schwartz

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